

Manistee Main Street/DDA
February 18, 2016
Blacker Airport (2323 Airport Rd)
AGENDA

1. Call to order – Chair
2. Approval of Agenda
3. Public comment. (Limit 5 minutes per person.)
4. Consent Agenda:
 - a. Approval of Minutes—January 13th, 2016
 - b. Treasurer’s Report—Acceptance of Check Register and Financial Reports for January 2016
 - c. Committee Reports
 - d. Director’s Report
 - e. Merchant’s Meeting
5. *Approval of minutes from the regular meeting on January 13th, 2016
6. *Treasurer’s Report.
 - a. Acceptance of Checks Register & Financial Reports—January 2016
7. *Committee Reports
 - a. Marketing & Promotions Committee
 - b. Organization Committee
 - c. Design Committee
 - d. Economic Restructuring Committee
8. *Merchant Meeting
9. 2015 Vogue Theatre Mortgage Forgiveness
10. New Façade Grant Application
11. RRC Prioritization Project
12. Discussion and possible approval of separation agreement between the DDA and Mr. Kay
13. Transition Plan for Executive Director Position
14. Update who is able to sign checks
15. Other Business
 - a. North Channel Outlets
 - b. Open Meetings Act – Info
 - c. Work Plan Importance
16. Public comment. (Limit 5 minutes per person.)
17. Adjournment.

**Manistee Main Street DDA
Board Meeting Minutes
January 13, 2016 @ City Hall**

Call to Order

The Acting Chair called the meeting to order at 12:14pm

Present

Rachel Brooks, Jackie Gielczyk, Barry Lind, Todd Mohr, Valarie Bergstrom
Jeff Reau; Patrick Kay (Executive Director), Chelle Hrachovina (Executive Assistant)

Absent

Colleen Kenny, Brandon Ball, Sara Spore

Guests

Thad Taylor (Manistee City Manager), Denise Blakeslee

Approval of Agenda

There was a MOTION by Mr. Mohr, supported by Mrs. Bergstrom, to approve the agenda with the addition of adding under Other f. Main Street Report and g. TIF Planning Committee. MOTION CARRIED

Election of New Chair

Ms. Gielczyk nominated Mr. Reau who is interested but stated he feels he would need to step down from his position as Chair of the Design committee. He stated he would stay on as a member of the Design committee however. The issue was tabled for now with the understanding that Mr. Reau will continue to be the Acting Chair.

Public Comment

No public comment

Consent Agenda

There was a motion by Mr. Mohr, supported by Mrs. Bergstrom, to approve the consent agenda as presented. MOTION CARRIED

Other Business

a. Denise Blakeslee RRC& Downtown Master Plan Mrs. Blakeslee spoke to the Board about the Downtown Master Plan and the importance of getting everything complete so that the city can receive its certification with the RRC (Redevelopment Ready Community program). This certification will put Manistee at the top of the radar for developers. In order to complete this process, Mrs. Blakeslee needs the DDA to complete a downtown plan in which the projects they would like to complete are given ratings of high, medium or low priority. The Board agreed to address the priorities and projects at their Strategic Planning session on February 18, 2016. They will then give their information to Mrs. Blakeslee to include in the City's Master Plan. Since the City's Master Plan is a public document, Mrs. Blakeslee has agreed to include a place holder in the space for the DDA's documents until the Board meets next on February 18, 2016.

b. Annual Board Retreat Update Mr. Kay informed the Board that the Community Forum portion of the Annual Retreat will be on February 10, 2016. It will be from 5:00pm – 9:00pm and will include two different sessions for people to choose from. The first session will begin at 5:30pm and the second at 7:30pm. Announcements, informing the public of these sessions, will be sent out in the mail in

about a week, and an email to all members of the River Street Google Group will be sent out and it will be posted on the DDA's website. The Strategic Planning Session for the Board will be on February 18, 2016 at Blacker Airport. This will be an all-day session during which time projects for the year will be discussed. Mr. Taylor confirmed that the DDA will need to have their budget submitted to City Council prior to May 2016.

c. Advertising Ms. Brooks was wondering how advertising was included in the budget. Mr. Kay stated that if it's advertising for an event, the cost comes out of the event budget. Regular advertising is included in the general budget

d. North Channel Outlets Mr. Lind stated that, per the Brownfield Agreement, the DDA needs to be involved in the development process. Mr. Taylor stated he was not aware of this as the agreement was established prior to him being the City Manager. Mr. Taylor agreed to have Mr. Bradford, from the city, send Mr. Kay information on what is currently being discussed in regards to the development progress.

e. Hanging Baskets, Holiday Decorations, and Riverwalk Mr. Kay has met with Mr. Taylor, but they still need to figure out details on what the city is going to do and what the DDA is going to do.

f. Main Street Report the Main Street report was tabled until the retreat on February 18, 2016 because some of the Board members did not receive the emailed documents containing the Main Street Report findings. Mr. Kay will re-send these documents to the entire Board.

g. TIF Planning Committee Mr. Reau stated he feels there needs to be a TIF committee which should include 2 or 3 board members as well as Mr. Kay. Mr. Reau, Mr. Mohr and Mr. Lind all agreed to be on this committee. The new TIF plan needs to include clear documentation of which services the city will provide, which services the DDA will provide, along with which of those services will need reimbursing and which will be just expected to be done to better the downtown.

Public Comment

None

There was a MOTION by Mr. Mohr, supported by Ms. Gielczyk, that the next Board Meeting be at 9:00am on February 18, 2016, at Blacker Airport, prior to the Strategic Planning Session. MOTION CARRIED

At 12:48pm there was a MOTION by Ms. Gielczyk, supported by Mrs. Bergstrom, that the meeting be adjourned. MOTION CARRIED

MANISTEE MAIN STREET/DOWNTOWN DEVELOPMENT AUTHORITY
January 2016 CHECK REGISTER

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January 2016 CHECK REGISTER

[illegible]

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Reports in Excel

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	A	B	C	D	E	F	G	H
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2						Profit & Loss		
3						July through August 2012		
4							07/16/12	Aug 16
5						Ordinary Income/Expense		
6						MONEY IN (aka Income)		
7						40100 - Construction Income		
8						40110 - Design Income	3,054.02	3,900.00
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14						Total Income	3,054.02	29,197.65
15						* Labor Income less Design Income	3,054.02	13,227.00
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21,596.71	Labor Diff

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Formulas may not be
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CITY OF MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY
Balance Sheet
As of January 31, 2016

	<u>Jan 31, 16</u>
ASSETS	
Current Assets	
Checking/Savings	
Checking - West Shore Bank	12,002.81
Total Checking/Savings	12,002.81
Accounts Receivable	
Accounts Receivable	910.46
Total Accounts Receivable	910.46
Total Current Assets	12,913.27
Other Assets	
Revolving Note Receivable	17,264.74
Total Other Assets	17,264.74
TOTAL ASSETS	<u>30,178.01</u>
LIABILITIES & EQUITY	
Equity	
Opening Bal Equity	29,000.00
Retained Earnings	1,004.69
Net Income	173.32
Total Equity	30,178.01
TOTAL LIABILITIES & EQUITY	<u>30,178.01</u>

MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY
Profit & Loss Budget vs. Actual
July 2015 through January 2016

	Jul '15 - Jan 16	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
248-411 · Allocation from Fund Balance	0.00	2,000.00	-2,000.00	0.0%
Bank Service Charges Debit	7.00			
TIF Revenues				
248-404 · Delinquent Personal PropertyTax	554.69	0.00	554.69	100.0%
248-401 · TIF Revenue	234,600.23	277,380.00	-42,779.77	84.58%
248-403 · Delinquent Taxes	23,023.12	0.00	23,023.12	100.0%
Total TIF Revenues	258,178.04	277,380.00	-19,201.96	93.08%
Committee Revenues				
248-270 · Committee Revenue				
Redevelopment LIC App Fee	500.00			
Friends of the Downtown	0.00	3,000.00	-3,000.00	0.0%
248-273 · Econ Restructure-Loan Fees	300.00	300.00	0.00	100.0%
248-269 · Design Comm Rev-Hanging Baskets	0.00	1,500.00	-1,500.00	0.0%
248-275 · Promotion Comm. Rev.-Co-op Adv.	0.00	0.00	0.00	0.0%
Total 248-270 · Committee Revenue	800.00	4,800.00	-4,000.00	16.67%
Total Committee Revenues	800.00	4,800.00	-4,000.00	16.67%
Event Revenue				
248-280 · Event Revenues				
Red, White and Blues	0.00	7,300.00	-7,300.00	0.0%
248-780 · Women's Wine & Chocolate Walk	0.00	8,500.00	-8,500.00	0.0%
248-295 · Frostbite Saturday Sponsorships	1,750.00	1,500.00	250.00	116.67%
248-290 · Boos, Brews & Brats				
Boos, Brews and Brats Admission	1,470.00	1,250.00	220.00	117.6%
248-293 · Boos, Brews & Brats 5K	485.00	1,000.00	-515.00	48.5%
248-292 · Boos, Brews & Brats Sponsorsh	2,250.00	2,000.00	250.00	112.5%
248-291 · Boos,Brews&Brats Alcohol Sale	2,942.00	3,500.00	-558.00	84.06%
Total 248-290 · Boos, Brews & Brats	7,147.00	7,750.00	-603.00	92.22%
248-283 · Sleighbell				
Warming Tent Sales	2,065.00			
Sleighbell Scarves	1,600.00			
248-289 · Sleighbell Miscellaneous Income	1,345.00	0.00	1,345.00	100.0%
248-286 · Sleighbell Sponsorships	22,225.00	20,000.00	2,225.00	111.13%
Total 248-283 · Sleighbell	27,235.00	20,000.00	7,235.00	136.18%
248-282 · Sidewalk Sales	0.00	0.00	0.00	0.0%
248-281 · Hops & Props				
248-288 · Hops & Props Admissions	22,888.62	18,000.00	4,888.62	127.16%
248-287 · Hops & Props Beer & Food	3,157.10			
248-285 · Hops & Props Miscellaneous	275.00	0.00	275.00	100.0%
248-284 · Hops & Props Sponsors	10,250.00	10,000.00	250.00	102.5%
Total 248-281 · Hops & Props	36,570.72	28,000.00	8,570.72	130.61%
Total 248-280 · Event Revenues	72,702.72	73,050.00	-347.28	99.53%
Total Event Revenue	72,702.72	73,050.00	-347.28	99.53%

MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY
Profit & Loss Budget vs. Actual
July 2015 through January 2016

	Jul '15 - Jan 16	Budget	\$ Over Budget	% of Budget
248-664 · Interest Income	85.13	0.00	85.13	100.0%
248-642 · Miscellaneous Income	41.49			
Total Income	331,814.38	357,230.00	-25,415.62	92.89%
Gross Profit	331,814.38	357,230.00	-25,415.62	92.89%
Expense				
Office Related Expenses				
248-700 · Office Space (Rent)	4,389.00	10,668.00	-6,279.00	41.14%
Phone/Internet	818.79			
New Office Expenses	358.36			
248-847 · Advertising	219.60	300.00	-80.40	73.2%
248-869 · Business Expo	440.19	300.00	140.19	146.73%
248-868 · Insurance	707.00	1,800.00	-1,093.00	39.28%
248-867 · Mobile Phone Stipend	0.00	480.00	-480.00	0.0%
248-866 · Meeting Hosting-Refreshments	14.88	600.00	-585.12	2.48%
248-861 · Credit Card Expense				
248-862 · Late Payment Charge	35.00			
248-861 · Credit Card Expense - Other	70.33	200.00	-129.67	35.17%
Total 248-861 · Credit Card Expense	105.33	200.00	-94.67	52.67%
248-466 · Interest Charge	42.69			
248-865 · Training-Education-Conferences	490.01	500.00	-9.99	98.0%
248-859 · Printing & Reproduction	739.26			
248-858 · Miscellaneous-Office Related	1,528.84	300.00	1,228.84	509.61%
248-857 · Membership Dues	700.00	750.00	-50.00	93.33%
248-856 · Entertainment	101.97			
248-854 · Postage	336.11	350.00	-13.89	96.03%
248-853 · Office Equipment and Supplies	6,601.49	1,200.00	5,401.49	550.12%
248-863 · Travel	360.95	900.00	-539.05	40.11%
Total Office Related Expenses	17,954.47	18,348.00	-393.53	97.86%
Personnel Related Expense				
6560 · Executive Assistant	6,685.95			
248-717 · Training Expenses	550.00			
248-713 · Payroll Services	4.24			
248-703 · Food and Entertainment	342.43			
Gross Salary - Director				
248-718 · Gross Salary - Director				
248-705 · Federal 941 Company Expense	3,050.37	4,500.00	-1,449.63	67.79%
248-711 · Unemployment	1,080.53	455.00	625.53	237.48%
248-712 · Workmen's Compensation	378.00	425.00	-47.00	88.94%
248-718 · Gross Salary - Director - Other	33,250.00	57,000.00	-23,750.00	58.33%
Total 248-718 · Gross Salary - Director	37,758.90	62,380.00	-24,621.10	60.53%
Total Gross Salary - Director	37,758.90	62,380.00	-24,621.10	60.53%
Total Personnel Related Expense	45,341.52	62,380.00	-17,038.48	72.69%
Fee Related Expenses				
Finance Charges For Past Due	0.84			

MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY
Profit & Loss Budget vs. Actual
July 2015 through January 2016

	Jul '15 - Jan 16	Budget	\$ Over Budget	% of Budget
248-731 · Bank Service Charges	10.20	150.00	-139.80	6.8%
248-906 · TIF Plan Redevelopment	0.00	0.00	0.00	0.0%
248-904 · Annual Audit	1,500.00	1,500.00	0.00	100.0%
248-903 · 1999 Bond Payment-Streetscape	140,500.00	139,750.00	750.00	100.54%
248-902 · Legal Fees	1,786.50	0.00	1,786.50	100.0%
Total Fee Related Expenses	143,797.54	141,400.00	2,397.54	101.7%
Design Committee RelatedExpense				
Riverwalk				
Additional Projects	603.34			
248-659 · Riverwalk Landscaping	15,013.34	22,500.00	-7,486.66	66.73%
Total Riverwalk	15,616.68	22,500.00	-6,883.32	69.41%
Signage				
248-663 · Traffic/Wayfinding Signs	91.98	700.00	-608.02	13.14%
Total Signage	91.98	700.00	-608.02	13.14%
Hanging Baskets				
248-649 · Flowers	0.00	3,900.00	-3,900.00	0.0%
248-665 · Watering Contract	3,750.00	5,000.00	-1,250.00	75.0%
Total Hanging Baskets	3,750.00	8,900.00	-5,150.00	42.14%
248-653 · Holiday Decorations	3,325.00	8,000.00	-4,675.00	41.56%
248-652 · Facade Grant Program	10,000.00	10,000.00	0.00	100.0%
248-651 · City Maintenance in DDA	0.00	7,200.00	-7,200.00	0.0%
Total Design Committee RelatedExpense	32,783.66	57,300.00	-24,516.34	57.21%
Economic RestructuringCommittee				
Biz 101 Educational Series	0.00	500.00	-500.00	0.0%
248-625 · Business Assistance				
248-627 · Business Recruitment	484.69	1,000.00	-515.31	48.47%
248-625 · Business Assistance - Other	0.00	0.00	0.00	0.0%
Total 248-625 · Business Assistance	484.69	1,000.00	-515.31	48.47%
Loan Expenses				
248-631 · Revolving Loan	0.00	250.00	-250.00	0.0%
248-633 · Local Banks (\$25,000 Loan)	0.00	250.00	-250.00	0.0%
Total Loan Expenses	0.00	500.00	-500.00	0.0%
Total Economic RestructuringCommittee	484.69	2,000.00	-1,515.31	24.24%
Organization Committee				
Red, White and Blues	0.00	4,900.00	-4,900.00	0.0%
248-604 · MSDDA Website (hosting)	77.83	100.00	-22.17	77.83%
248-603 · Annual Dinner Event	0.00	1,500.00	-1,500.00	0.0%
248-602 · Downtown Dollars Program	390.41	900.00	-509.59	43.38%
248-601 · Volunteer Recruitment	79.98			
248-600 · Main Street Program Newsletter	329.00	448.00	-119.00	73.44%
Total Organization Committee	877.22	7,848.00	-6,970.78	11.18%
Promotions Committee Expenses				
248-751 · Promotions Committee Expense				
Downtown Dollar Giveaway	675.00			

MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY
Profit & Loss Budget vs. Actual
July 2015 through January 2016

	Jul '15 - Jan 16	Budget	\$ Over Budget	% of Budget
248-855 · Advertising	4,391.60	4,000.00	391.60	109.79%
248-607 · Website Redevelopment	1,405.00	2,500.00	-1,095.00	56.2%
248-782 · Women's Wine & Chocolate Walk	0.00	6,000.00	-6,000.00	0.0%
248-776 · Co-op Advertising	225.00			
248-775 · Boos, Brews & Brats	6,860.83	6,550.00	310.83	104.75%
248-764 · Sleighbell Weekend	25,972.68	20,000.00	5,972.68	129.86%
248-763 · Sidewalk Sales	721.00	500.00	221.00	144.2%
248-759 · Mens & Ladies Nights	1,206.25	1,700.00	-493.75	70.96%
248-774 · Frostbite Saturday	392.00	950.00	-558.00	41.26%
248-752 · Downtown Brochure	874.50	1,000.00	-125.50	87.45%
248-761 · Hops & Props on the River	23,309.06	24,815.00	-1,505.94	93.93%
Total 248-751 · Promotions Committee Expense	66,032.92	68,015.00	-1,982.08	97.09%
Total Promotions Committee Expenses	66,032.92	68,015.00	-1,982.08	97.09%
Total Expense	307,272.02	357,291.00	-50,018.98	86.0%
Net Ordinary Income	24,542.36	-61.00	24,603.36	-40,233.38%
Net Income	24,542.36	-61.00	24,603.36	-40,233.38%

MANISTEE DOWNTOWN DEVELOPMENT AUTHORITY

Balance Sheet As of January 31, 2016

	<u>Jan 31, 16</u>
ASSETS	
Current Assets	
Checking/Savings	
248-008 · Money Market Account - WSB	96,779.61
248-000 · Checking - West Shore Bank	18,909.17
Total Checking/Savings	<u>115,688.78</u>
Accounts Receivable	
248-028 · Accounts Receivable	7,916.28
Total Accounts Receivable	<u>7,916.28</u>
Other Current Assets	
248-033 · Vogue Loan Receivable	200,000.00
12100 · Pre-Paid Expenses	2,295.00
248-031 · Nextworks Loan Receivable	2,499.94
Total Other Current Assets	<u>204,794.94</u>
Total Current Assets	<u>328,400.00</u>
TOTAL ASSETS	<u>328,400.00</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
248-202 · Accounts Payable	3,248.04
Total Accounts Payable	<u>3,248.04</u>
Other Current Liabilities	
248-210 · Payroll Liability	
248-214 · Federal Unemployment	40.02
248-213 · Michigan Unemployment	164.63
248-212 · Michigan Withholding	227.90
248-211 · 941 Liability	1,736.52
248-210 · Payroll Liability - Other	-185.11
Total 248-210 · Payroll Liability	<u>1,983.96</u>
248-203 · Accounts Payable - Other	1,630.00
Total Other Current Liabilities	<u>3,613.96</u>
Total Current Liabilities	<u>6,862.00</u>
Total Liabilities	<u>6,862.00</u>
Equity	
248-392 · Designated Fund Balance	
248-393 · Land Acquisition .	78,544.99
Total 248-392 · Designated Fund Balance	<u>78,544.99</u>
248-390 · Fund Balance	218,450.65
Net Income	<u>24,542.36</u>
Total Equity	<u>321,538.00</u>
TOTAL LIABILITIES & EQUITY	<u>328,400.00</u>

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TOTAL	
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-48.35	*
6,905.67	
487.00	
487.00	
46,343.45	
21,596.71	Labor Diff

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Manistee Downtown Development Authority Downtown Dollars
Balance Sheet
As of January 31, 2016

	<u>Jan 31, 16</u>
ASSETS	
Current Assets	
Checking/Savings	
Downtown Dollars Checking - WSB	6,880.89
Total Checking/Savings	<u>6,880.89</u>
Other Current Assets	
Downtown Dollars in Transit	28,655.00
Total Other Current Assets	<u>28,655.00</u>
Total Current Assets	<u>35,535.89</u>
TOTAL ASSETS	<u><u>35,535.89</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2012 Downtown \$ Outstanding	7,750.00
2014 Downtown \$ Outstanding	14,995.00
2015 Downtown \$ Outstanding	18,837.00
2016 Downtown \$ Outstanding	125.00
Total Other Current Liabilities	<u>41,707.00</u>
Total Current Liabilities	<u>41,707.00</u>
Total Liabilities	<u>41,707.00</u>
Equity	
Unrestricted Net Assets	-6,172.53
Net Income	1.42
Total Equity	<u>-6,171.11</u>
TOTAL LIABILITIES & EQUITY	<u><u>35,535.89</u></u>

**Manistee Main Street
Marketing and Promotions Committee Minutes
January 20, 2016 @ Ramsdell Inn Lobby**

Attendance: Shelley Doyen, Dianna Wall, Corrin Fink, Matt Knizacky, Jackie Gielczyk, Chelsea Harvey, Vicki Cooper, Carrie Mosher, Cherri Koblinski

DDA Staff: Patrick Kay and Chelle Hrachovina

1. Meeting was called to order @ 8:05am by Jackie

2. Report from Chamber

-Dianna updated the committee on the Chamber's upcoming Centennial celebration which is January 29, 2016 as well as handed out a schedule of the Chamber's events for the year. Shelley suggested Dianna send out the chambers information via the Google Group.

3. Report from the CVB

- No report but Patrick spoke briefly about the Historic Walking Tours that the CVB is working on. They are going to use laminated 8 ½ x 11 informational sheets, in lieu of plaques, to begin with. Once they are certain all the information is correct, they will then have plaques made for each location.

4. Update from other Committees

-Patrick updated everyone on what is going on with the other committees. The Fillmore liquor license was approved by council. May 6 is going to be the due date for Façade Grants. The DPW is working on new one-way traffic signs as well as crosswalk signs. Riverwalk should be finished spring of 2016. The recruitment packets are in their final print stage. The DDA still has Downtown Dollars signs if anyone would like one and Oleson's has agreed to participate in the program. There was a question at the Merchant meeting about why the sidewalk outside the PNC bank was being tore up, and it was because there were some old lines (water?) going into Manistee Inn and Marina that needed to be replaced. Patrick informed the committee, in case they had seen things posted on social media, the state requires the DDA not go over budget and so at the end of the year amendments need to be made, and this year the budget was presented to council late. There will not be any repercussions or penalties for this.

5. Ongoing Events

a. Frostbite Saturday: Chelsea and Jackie reported that all the chili & locations have been set and they will be getting the information printed up and sent out shortly. They are still in need of sponsors however, so the printing has to wait until money starts coming in. To cover the cost of supplies, prizes and buskers we'll need about \$1500 in sponsorships. Shelley agreed to sponsor \$500 for the event. At 10am the Vogue Theater is going to be showing the movie Charlotte's Web FREE of charge and the Manistee High School National Honor Society has agreed to help coordinate kid's games. The idea is for the kid's games to be going on at the same time as the chili tasting which is from 12-4:30. The winners will be announced at 5:00pm but a location has not yet been decided. It will either be at the Bluefish or at TJ's Pub. Redeemed Furniture, as well as businesses on Division Street have agreed to be open for business and Redeemed is also taking part in the Chili Cook-Off. The Outpost and Sunrise Fabric have both requested Buskers at their stores and Cherri said they can even advertise with sandwich boards if they know in advance who they will have. A couple ideas on how to raise a little money during the event is to have a donation jar at each location or offer to sell the Chili recipe for \$1. Advertising for the event is going to be done via Social Media, the Manistee News Advocate and maybe the Mason County Press.

b. Women's Wine & Chocolate Walk: Set for May 7, 2016. Patrick is looking for volunteers to go wine tasting with him and they are looking at either doing Northern Leelanau or the Southwest Area this year. Douglas Valley will be used and will possibly be the starting and ending location, but that has

not yet been determined for sure. Shelley asked about using Krolczyk's for wine and said she can contact them. The chairs of this event have not been able to attend the meetings but Patrick said he will see if one of them can attend next month's, or send out an update on the event prior to the meeting. It's believed that we are going to cut back down to 9 different wines rather than 12 like last year.

c. Hops and Props: Looking for a chair for this event. Patrick will co-chair it with whomever would like to be chair. Chelsea said she is slightly interested and will think about being the chair. Looking at having 35+ breweries this year and the committee will probably start having meetings next month. The first ad for the event has been sent out already and it's in the Michigan the Great Beer State magazine. The committee is also trying to partner with other beer events such as Suds on the Shore and the one in Cadillac, and looking at doing some joint advertising. They are also trying to come up with some different ways to better involve the downtown businesses during the event, and they welcome any and all suggestions that people might have. One thing that needs to be decided is if there is a need for an Arts and Crafts portion of the event.

d. Boos, Brews & Brats: Tentatively set for October 29, 2016 and Jackie said that the Manistee High School National Honor Society said they will help with the kid's games during this event as well as seeing if they can get people at the school to donate prizes or money. One possible new activity they are looking at adding are Hayrides.

e. Sleighbell Weekend: No report

f. Men's and Ladies Nights: Shelley said Men's night was good – not a lot of guys out but those that were out made good purchases. Carrie reported having a good turnout. There was some discussion on the dates for 2016, and looking at possibly changing so that Men's Night is closer to Christmas and Ladies Night is the week before that. Possible dates are Dec 19th for Ladies and the 21st for Men's or the 12th for Ladies and the 21st for Men's. Patrick suggested contacting Traverse City and seeing what they do for their events. Carrie agreed to do this and will report back. If need be Patrick can get her some contact information for the Traverse City DDA or she can contact their Chamber. .

6. Other Discussion

a. Red, White & Blues: This event is going to be ran by the Organization Committee because it's a fundraising event, however, it still needs to be on the Promotions agenda so they can get an update on what is going on. The date has been set for June 25, 2016 but they are still trying to decide on a location. Possible options include under the former Glik's building, the location where Hops & Props is held, the location of Boos, Brews & Brats or in the parking lot next to Dick's Barbershop – but this area might be too small.

b. Roundtable Discussion: Patrick said the DDA is looking at increasing general advertising of the Downtown and one possible option is to do interviews of the unique shops in the downtown such as The Ideal Kitchen. Our target area is from Benzie to Grand Rapids and out towards Cadillac, but it would be good to expand that. Shelley, Corrine, and Chelsea all said that they see a lot of people from Traverse City down here. Cherri is taking part in a Shop Hop for Quilters from March 11 – March 19 and said if anyone wants to do any advertising or anything she'd be happy to include them. Jackie is going to add this to next month's agenda so Cherri can give the committee a little more information. Patrick asked if anyone would be interested in possibly placing advertisements in the napkin holders that sit on the tables at Famous Flynn's. He's thinking about using this as a way to advertise for the DDA's events and the cost would be minimal because it would just be the cost of printing up a few cards.

c. New meeting locations: It was agreed by the committee that we will meet at TJ's, in the upstairs, for next month's meeting.

Next Marketing and Promotions Committee meeting set for February 17, 2016 @ 8am in the lobby of The Ramsdell Inn

Meeting was adjourned at 9:20am

Manistee Main Street DDA
Organization Committee Meeting
January 27, 2016
12:00pm @ Famous Flynn's

Present: Lee Trucks, Colleen Kenny, Gini Pelton, Roz Jaffe, Todd Mohr, Cindy Kaminski, Heidi Loper

Staff: Patrick Kay, Chelle Hrachovina

1. Meeting was called to order by Patrick at 12:07pm

2. MOTION to approve minutes from the December meeting by Lee, supported by Colleen.
MOTION CARRIED

3. **Updates** – Patrick gave an update on what was going on with the other committees.

- Jeff Reau is currently the Acting Chair for the Board.
- The Frostbite Saturday and Chili Crawl is scheduled for February 20 and there are currently 18 locations.
- The new sponsorship packets have been printed and sent out and sponsorships have already started coming in, including a Title Sponsor for Frostbite (Morton Salt) and Red White and Blues (Dynamic Physical Therapy)
- The Fillmore Liquor License has been approved
- The New Recruitment packets are close to final print and once they are complete there will be pdf links on the website as well as a few printed hard copies.
- The due date for the Façade Grants will be May 6, once the Board approves the final applications in February.
- There's a new group that has been meeting up at Crystal Mountain, the SET Team – comprised of the US31 Corridor of Manistee, Benzie, Grand Traverse and Kalkaska.

4. Fundraising Projects

a. Red White and Blues – The date for the fundraiser has been set for June 25, 2016 but the location is still TBD. Patrick has agreed to co-chair this event but there is still a need for a chair. Dynamic Physical Therapy has requested to be the Title Sponsor and one band, Lou Thunder, has already been lined up. There is still a need to find one or two more bands for the event however. Two possible BBQ places are the one who did Lakeshore Catering or Q Smokehouse out of Ludington, but both still need to be contacted to see if they are available. Patrick reported that he is planning on 200 people but the cost of the tickets needs to be determined. As of now he is planning on \$25/plate and that will also include 2 adult drink tickets, but is it possible to maybe raise that price to \$30? Also, there was discussion about offering a discounted rate for those that don't want to drink as well as a discounted kids rate. More discussion will follow at a subcommittee meeting. Patrick will put together an agenda for the subcommittee meeting and will send out an email as to the time and place.

b. Friends of Downtown Brochure – Patrick presented the committee with a preview of the brochures. They will be rack cards, printed on both the front and back, and will include an order form. The distribution of these will be primarily to people/individuals because the businesses have already received the sponsorship packets. The committee needs to determine who should receive these and how the follow-up will occur. Patrick suggested that the committee members come up with lists of names and addresses of who they think should receive

them. It was suggested, before final print, to not use the word “cash” on the brochures as that can be confusing. Other suggestions included having pdf links be made available so they can be emailed to people who are not in Manistee, putting an ad in the newspaper and on the radio and giving hard copies to some of the businesses to give to their customers.

5. Membership

a. Additional members – There were two new members to the committee today.

b. Volunteer Appreciation Dinner – Gini and Roz will get started on this. The exact date and location are TBD, but it will be in April. We have begun tracking volunteer hours at the office, but for this year Gini and Roz will need to send out an email to all the committees to see who they feel should be the recipient of the award. They will also need to email the committees asking them to send information highlighting what they have done over the year. This information will be included in an Annual Report that will need to be put together by the group. Patrick will help with the data. It does not need to be anything elaborate, just something to show the public what is going on in the DDA.

6. Promoting the Organization

a. Monthly Newsletter – These will continue to be emailed as well as hand delivered.

b. Quarterly Newsletter – It was suggested that maybe we not do these because it’s always difficult to get the articles. Roz has agreed to take on the task of putting it together, but there is still a need for the business spot-lights. It was also suggested that maybe a template be put together and taken to the Merchant meeting each month. If a business would like to be spot-lighted they can then fill out the template and return it – but someone will still need to actually write the article using the bullet points that the business presents on the template. More discussion at a later time.

c. Other – Oleson’s has agreed to accept Downtown Dollars. Patrick asked the committee their thoughts on allowing people who receive Dollars (i.e. as a Christmas gift from an employer) to take them to West Shore Bank and exchange for cash to use outside the DDA. The committee does not approve of this so Patrick will contact the bank to let them know this is not allowed.

7. Work Plans – Put on hold until next month when Valarie will be back.

8. Board Retreat – Feb 10 for the community input session in which there will be two sessions to choose from. The first session will be at 5:30pm and the second at 7:30pm. Patrick encouraged the members of the committee to attend one of the sessions if at all possible. The Board Retreat has been set for Feb 18 at Blacker Airport.

9. Organization Committee Handbooks – Handbooks were passed out to committee members and they were asked to read through them prior to the next meeting.

10. Other Business – It was decided to keep the meeting time and place the same for now and the committee can discuss changing it next month when Valarie is back.

Next meeting will be February 24, 2016 @ Noon @ Famous Flynn’s

MEETING WAS ADJOURNED AT 1:17PM

**Manistee Main Street
Economic Restructuring Committee
January 25, 2016 – 2:00pm
Alliance for Economic Success
385 Third Street, Manistee, MI 49660**

Attendance: Brandon Ball, Denise Blakeslee, Betsy Evans
DDA Staff: Patrick Kay, Chelle Hrachovina
Guest: Heidi Loper

1. Meeting was called to order at 2:10pm

2. **Approve minutes:** There was a MOTION by Betsy, supported by Denise, to approve the minutes as presented. MOTION CARRIED

3. **Redevelopment Liquor Licenses:** Patrick gave the committee an update on the status of these licenses. The Fillmore has been approved for their license and there are possibly two other applicants, but no application processes have been started as of yet.

4. **Revolving Loan Fund:** Patrick updated the committee on the status of these funds. There is currently \$10,000 left. The DDA is considering adding more to this fund, depending on the results that come back from the surveys that were sent out. One business that is possibly interested in this loan is the Blue Fish Kitchen + Bar. They are looking to replace their floor but would need \$75,000 for the project. Patrick asked the committee for their thoughts on this and said that he recommends Blue Fish use another of the DDA's loan programs, the Growing Manistee fund. This fund consists of five separate \$25,000 loans that are offered through West Shore Bank. The committee was not in support of loaning the Blue Fish the \$75,000 because the Fund Balance Account only has \$100,000, and loaning them the \$75,000 would leave only \$25,000. They agree that the restaurant should talk to West Shore Bank. Denise suggested that they might even want to try and build a line of credit with the bank.

Patrick spoke to the committee about some concerns that have been brought to his attention regarding the service, and quality of food, at The Blue Fish Kitchen + Bar. He presented an idea to the committee about offering the restaurant some educational assistance by bringing in a paid person to work with the owners on training their employees on how to offer better customer service. One idea was to use a "mystery shopper" type of a program – provide the training to the employees then bring in the "mystery shopper/diner" who will provide feedback to the owners. Betsy said this could be an opportunity that would not only be beneficial to this restaurant but to all the restaurants in the downtown, and even the retail businesses, and said that the businesses would probably be more receptive to the idea, and not need any additional incentive to complete it, if we do all the leg work of lining up the training. Denise questioned whether the chamber could assist with this? Patrick said he might see if the former manager of TJ's would be interested in conducting the training. It was agreed by the committee that the quality of the wait staff, and customer service, are a direct reflection of downtown Manistee.

5. **Business Recruitment:** Patrick updated the committee on the progress of these packets and stated that the final proof is due back later that day. There are still a few changes that will need to be made such as adding a couple new available properties and removing a couple that are no longer available. As of right now they are planning on having between 150-200 packets printed up which will be placed at various locations such as City Hall, AES, the Chamber and Realtor offices. Patrick will also take packets with him as he travels. Before any printing is done of the packets, the proofs will be emailed to the committee members for final approval.

6. New Business:

- Brandon told the group about his experience at The Q Smokehouse, a BBQ place in Ludington, and said that he feels downtown Manistee could really benefit from a restaurant like them. It's a small restaurant that does not serve alcohol and serves food that is like fast food, but it's not a fast food place.

Consequently, this is who Patrick is hoping to get to do the BBQ for one of the DDA's fund raising events, Red, White and Blues.

-Patrick confirmed with the committee that both the Existing Businesses and Property Owner Surveys have gone out in the mail and we've started receiving feedback. Once all the results come in they will be compiled and given to the committee to go over.

-Brandon announced that he has started his own Real Estate Business. He's currently waiting on his Real Estate license however, so he can't have any listings until that comes in.

The next ER committee meeting is February 22, 2016 @ 2:00pm at AES

Adjourned: 3:18pm

**Manistee Main Street DDA
Merchant Meeting
January 6, 2016 @ City Hall**

Attendance: John Kaser, Cherri Koblinski (Sunrise Fabrics), Patty O'Brien (Northern Spirits), Chelsea Harvey (PNC), Melanie Gill (Famous Flynn's), Arlene Grzeszak (Famous Flynn's), Dianna Wall (Manistee Chamber), Bev Johnson (Jackpine), Jeff Gordon, Carrie Mosher (Outpost), Corinn Fink (Redeemed)

DDA staff: Patrick Kay, Chelle Hrachovina

1. Meeting was called to order @ 8:09am by Patrick Kay

2. DDA: Updated the group on our monthly newsletter that has been started. The first two have already been sent out and the January edition will be out either later this week or early next.

2. DDA: New "Downtown Dollars Accepted Here Signs" available. There are three different ones to pick from; a countertop one in a holder, a small window one or a large laminated window one. Also, the 2016 Downtown Dollars are available.

-Merchant: How does the downtown dollars program work? They are a new business, and are not currently a participant with the program.

-DDA: Downtown Dollars are the same as cash and should be handled the same way – if someone makes a purchase for \$8, they can pay with a \$10 DT\$ card and you'd ring it up as CASH, put the DT\$ in your register and give them \$2 back. You then take the DT\$ to West Shore Bank (south) and turn in it for actual cash.

3. DDA: The National Main Street Conference has been scheduled for May 23-25 in Milwaukee and all merchants are invited to attend.

4. DDA: The final Façade Grant applications are being approved and the due date for turning these in will be May 6.

-Merchant: - Will the DDA let the merchants know when they are finalized and available to be applied for? And will they let them know how to apply?

-DDA: Yes, the apps and instructions will be posted on our website

5. DDA: Holiday decorations have begun to be taken down and should be finished by the end of the week.

6. DDA: A new business is looking at opening up in the space next to Blue Fish Kitchen + Bar. It's called The Fillmore and it will be a coffee and wine bar, that also serves beer and liquor.

-Merchant: When is looking to open up?

-DDA: Not sure because they are waiting on their liquor license to be approved by City Council. It has been approved by the ER Committee, but won't go in front of City Council until their next meeting.

7. DDA: Upcoming events – Frostbite Saturday is February 20th. Applications are available online and this event is very similar to the Soup Cook-Off, but on a bigger scale. Women's Wine and Chocolate Walk is set for May 7, and more information will become available as the date gets closer.

8. **DDA:** How was Sleighbell for everyone? There was record turn-out in regards to number of people and because of this we are looking at maybe putting up bleachers along the street to accommodate such large crowds.

-Famous Flynn's: this was their first sleighbell weekend and it was fantastic

-Merchant: Was told by numerous people that they loved the signs before each entry, but the bell ringers were very much missed as a walking part of the parade and it was requested that we bring them back as such next year.

-John Kaser: The Bell Ringers did not like the position they were given for the parade and so they hired a wagon to ride in. They cannot be a walking entry because they stop and play which causes gaps in the parade. One thing that the committee is going to work on is getting the CERT members more involved in moving people along in the parade.

-Corrinn: Thought the parade was great but is wondering if at some point we will add new things because it seems to be the same entrees each year.

-DDA: The committee has tried to recruit new entrees but there are strict guidelines that they need to adhere to, one of which is the entrees need to be pre-1902. The committee even pays some entrees to be part of the event, but maybe they could try to recruit new entrees by looking at other parades around the country and see what they have. It's hard to solicit groups but any, and all, suggestions are welcomed. This is a sponsorship driven event. This year's event cost around \$25,000 not including the holiday decorations which cost around \$10,000.

-Merchant: What about bringing in one of those large wheels?

-DDA: This has been looked into but the Museum, which has one, says no to the use of it, and the other is located at the Armory but we're not sure who owns it. Since Manistee was a lumber town it would be great to get one of these so people can see how they were used. Also, this was Larry Reed's last year pulling the large tree but he has mentioned interest in possibly pulling Santa on a sleigh of logs.

9. **DDA:** How was the attendance for Men's and Ladies Nights? Looking at, next year, putting together a map of participating businesses to be handed out so people know where to go. Also looking at maybe sending out surveys after each event to see how the participation was.

-Famous Flynn's: did not notice any extra business because of these events.

-Merchant: Seemed to be a lot of ladies out for ladies night

-DDA: It's been proven that typically the lady in the home is the one who does the shopping. In the past these events have been run so that the ladies go out and make a list of what they'd like and then the men would go and purchase the items off their lists. It might be a good idea for us to go to other towns, such as Traverse City, to see how they run their events.

10. **DDA:** The CVB has been awarded a grant that will be used to put QR Codes and videos on the Historic Walking Tour. The DDA is looking at finding ways to possibly add coupons so that when you use the QR code a coupon for that particular business comes up to encourage those viewing the walking tour to stop into the business.

11. **DDA:** Mr. Ball has stepped down from his position as Board Chair, due to personal reasons. We will be voting a new Chair at the next board meeting on January 13, 2016.

12. **DDA:** Looking into possibly bringing Food Trucks into the Downtown

Dianna: How will the Food trucks affect the festivals in the downtown and will the DDA be sharing the information regarding these trucks?

DDA: Yes, the DDA will let everyone know when there is a decision made about these trucks.

13. **Merchant:** What is going on with 401 River St, the former City Drug?

DDA: Believes they are just doing some cleaning in there. Nothing official has been set, but the owner has asked about acquiring a liquor license as well as putting in upstairs apartments.

14. **Merchant:** What is the reason for the street work in front of the bank?

DDA: Not sure but will look into it.

15. **Merchant:** How is the wine tasting at Douglas Valley going?

DDA: They have not been able to do it because they are still waiting on their liquor license.

16. **Merchant:** What is up with the paper in the windows at Douglas Valley?

DDA: Believes they are just doing some work in there but will look into it.

17. **DDA:** Informed every one of the “parking ticket” program. These are not real parking tickets but they are “friendly reminders” that store owners can place on the cars of their employees and other owners who park in front of the stores for extended periods of time. These have proven to work and if anyone is interested in having some at their locations contact the DDA

Merchant: How will those that are not in attendance at the meeting be made aware of these?

DDA: We can send out information on our google email group.

18. **DDA:** Informed the group of 3 recruitment packets that are being developed to try and recruit new businesses. Also working on a document that explains what the DDA offers as well a document explaining how to open a business in downtown Manistee, which maybe finished later this month.

Merchant: Explained that he has something similar to these from another city and it was very informative and offered to share it with Patrick.

19. **DDA:** Everyone is invited to our next promotions meeting, but these meetings are working meetings, not ones where you can just come and share your ideas.

Merchant: Do members have to be involved with every event?

DDA: No. The guidelines for members are being changed but all members need to be active and either chair or co-chair something.

20. **John:** Asked the group to keep their eyes and ears open for new potential entries for the 2016 Sleighbell Parade, and remember they must be pre-1902

Meeting adjourned at 8:48a

The next Merchant meeting will be 8:05am, Feb 3, 2016, at City Hall



THE HISTORIC VOGUE THEATRE OF MANISTEE
383 RIVER STREET
PO BOX 291
MANISTEE, MI 49660
WWW.VOGUETHEATREMANISTEE.ORG

THE
VOGUE THEATRE

January 7, 2016

Dear Patrick Kay and the Main Street DDA Board of Directors;

2015 was a great year at the Vogue Theatre, and I wanted to share some of the statistics from the year with you. Over the year 2015 the Vogue:

- Held an average of over six showtimes a day, all 365 days of the year;
- Showed 225 different feature films;
- Held 21 special events, including live sports simulcasts, educational post-screening panel discussions and more;
- Welcomed 64,535 patrons to ticketed shows;
- Hosted over 2,200 area students for low-cost group screenings;
- Enjoyed over 500 attendees to private-rental functions;
- Continued our low-cost specialty programming such as 25-cent Family Films on Saturday mornings, \$2 Wednesday Morning Classics and our all-free Spring Break week consisting of 27 totally-free films;
- Partnered with multiple downtown entities, including a “diner & a movie” package with TJ's pub of which over 250 have been sold since the October roll-out;
- Participated in every downtown event & promotion that we can - including accepting Downtown Dollars, hosting multiple family events in conjunction with Boos Brews & Brats, screening free holiday films (as well as a simulcast of the parade) over Sleighbell Weekend, being a stop on both the Frostbite Chili Crawl & Sleighbell Soup Cook-off, and more;
- Hired two additional staff persons to increase the operational success of the theatre;
- Operated 'in the black' throughout the entire year.

Based on the above information, I believe we have met – and in fact far exceeded - the requirements necessary to have the MSDDA forgive the next 20% of the amount owed on the property. At this time I would like to formally request that this occur, bringing the total balance to \$40,000. There is no reason to believe that our performance will continue to satisfy the requirements of the agreement, meaning at the end of 2017 the entirety of the performance agreement will be satisfied.

Please do not hesitate to contact me with any questions you may have. If the MSDDA is interested, I would be happy to provide an in-depth behind-the-scenes tour of the Vogue.

Sincerely,

Travis Alden
Executive Manager, Historic Vogue Theatre of Manistee

cc. Jeff Reau, MSDDA Vice-Chair
Frank Greco, President, Historic Vogue Theatre of Manistee Board of Directors

MEMO

To: MSDDA Board
From: Travis Alden, MSDDA Director
Date: December 3, 2012
Subject: Vogue Theatre agreement

A couple of months ago, the MSDDA board tabled the discussion of updating the agreement with the Historic Vogue Theatre of Manistee (HVTM) to the December board meeting. Hence, it is on this month's agenda.

Included in your packet is the entire text of the original agreement, which was executed in June 2011. As you can see, it was developed with the goal of having the Vogue open and showing films before the end of 2012. However, that has not happened. Therefore, in order to be proactive, we should take whatever steps we feel necessary to address this. Officially, the HVTM's first payment of \$20,000 is due December 31, 2012. I do not believe it is our intention to collect this, considering the project is just about to start construction proper.

That being said, I would recommend that the MSDDA board authorize me to issue a letter to the HVTM addressing the agreement. In that letter we would basically shift all payment and benchmark dates back by one calendar year. This will cover all our bases without having to amend the actual agreement. So, for example, we would indicate that:

(using language on page 1 of the agreement) The purchase price for the Property being sold pursuant to this Agreement is One Hundred Thousand Dollars (\$100,000.00), to be paid as follows:

Payment One: \$20,000 on or before December 31, 2013;
Payment Two: \$20,000 on or before December 31, 2014;
Payment Three: \$20,000 on or before December 31, 2015;
Payment Four: \$20,000 on or before December 31, 2016;
Payment Five: The remaining principal balance owing on or before December 31, 2017.

Also, based on page 2 language: Notwithstanding the payments provided for above, payments owing under the above schedule shall be considered satisfied in accordance with the following:

If the Vogue Theatre Property is open to the public for commercial performances of cinematic content, live music, art or other cultural performance, at least 30 days during the 2013 calendar year, Payment One (1) shall be considered to have been satisfied;

If the Vogue Theatre Property be open to the public for commercial performances of cinematic content, live music, art or other cultural performance, at least 60 days during the 2014 calendar year, Payment Two (2) shall be considered to have been satisfied;

If the Vogue Theatre Property be open to the public for commercial performances of cinematic content, live music, art or other cultural performance, at least 90 days during the 2015 calendar year, Payment Three (3) shall be considered to have been satisfied;

If the Vogue Theatre Property be open to the public for commercial performances of cinematic content, live music, art or other cultural performance, at least 120 days during the 2016 calendar year, Payment Four (4) shall be considered to have been satisfied;

If the Vogue Theatre Property be open to the public for commercial performances of cinematic content, live music, art or other cultural performance, at least 150 days during the 2017 calendar year, Payment Five (5) shall be considered to have been satisfied.

DOWNTOWN MANISTEE

michigan

294 River Street, Suite 2 • Manistee Michigan

231.398.3262

www.VisitManistee.com

DOWNTOWN COMMERCIAL FAÇADE IMPROVEMENT PROGRAM OVERVIEW/STEP BY STEP GUIDE

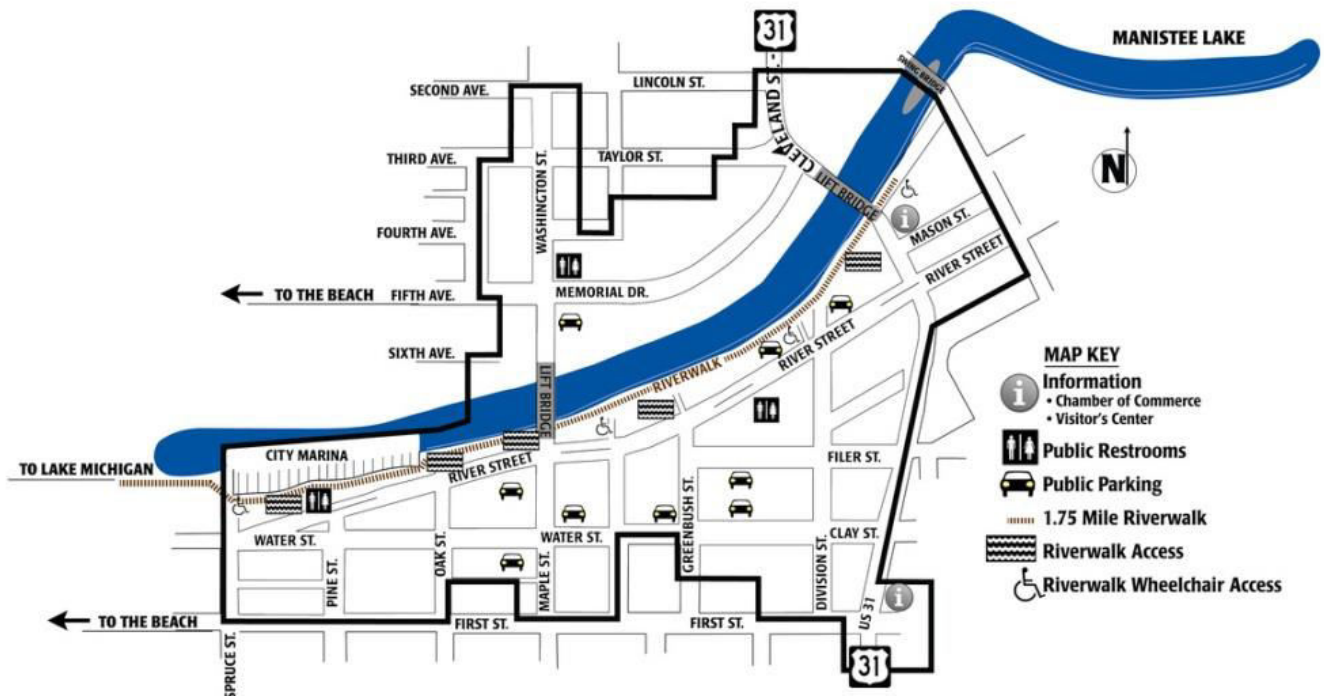
Program Objectives

Design changes that take place at commercial properties are a critical part of any successful revitalization strategy. Customers want to shop in an attractive and inviting environment, not in one that is poorly designed or maintained. Property owners want to generate adequate rents from their commercial properties while lessees want to have pride in their place of business. Manistee Main Street DDA wishes to maintain and improve quality of life for its citizens by fostering economically viable commercial districts. In order to reach this goal Manistee Main Street DDA has established a Façade Improvement Program.

The program will be administered by the Design Committee of Manistee Main Street DDA and will offer technical and financial assistance to commercial property owners seeking to renovate or restore the exterior of their buildings. This round of funding the grant will be allocated to building rehabilitation/ renovation projects in the form of a 50/50 matching grant to business and property owners.

Unless otherwise stated each year applications are due May 6th.

MANISTEE'S DOWNTOWN DISTRICT



Financial Assistance

There is currently matching grant money to be awarded to potential projects per year in the Downtown Area. Funding for façade projects will be paid through a reimbursement process. Only after applicant has paid for work to be done will the applicant be reimbursed for up to 50% of that amount. How much each applicant gets is determined by how many grant applications are received and how the project is scored. Grant assistance is limited to the amount available to Manistee Main Street DDA.

Eligibility Criteria

All improvements must comply with standards set forth in the City of Manistee Zoning Ordinance, Downtown Façade Guidelines, and all applicable Building and Property Maintenance Codes. If the building is located the [Historic District](#) all exterior improvements must be approved by the [Historic District Commission](#). More information on these standards can be obtained at the City of Manistee [Planning and Zoning Department](#) 231.398.2805.

How are projects selected for funding?

Applications will be ranked and selected based on a clear and documented set of evaluative criteria. Depending on the number of applications, we may assign “waiting list” status to projects that qualify for selection, but do not rank as high as other applications selected for funding.

The evaluative criteria and their respective weights are as follows:

- **Impact (40%)** – Overall impact of the project on the Downtown Development Authority District. Are inappropriate design elements removed? Will the project eliminate what was previously a liability for the commercial district? Does the project seek to restore the historical or architectural significance of the building? Does the project fall into a priority-funding category? Is the project in a highly visible location that has significant impact on surrounding properties?
- **Financial Leverage (10%)** – Projects that leverage more private investment will be graded higher than those seeking just the grant funding.
- **Sustainability/Permanence (30%)** – How permanent are the improvements (signs are more changeable than new glazing, for example) and is there a maintenance plan for improvements? Does the business own the building? If not, how much time remains on the lease?
- **Community Contribution (20%)** – Is the applicant a good neighbor? Is the area around the business kept clean and free of debris on a consistent basis? Does the business participate in organized Manistee Main Street DDA promotions or other community based activities? Does the applicant actively promote downtown Manistee and their own business?

Funding Availability

Manistee Main Street DDA reserves the right to discontinue or modify funding for this program; however, all approved grants will be fulfilled as per contracted agreement.

Find out if you are eligible to apply

This program is for properties located in the Downtown Area (see map on page 1). Applicants for participation in the program can be:

- Property owners
- Tenants with a minimum of two years remaining on their lease or have an option to renew their lease with written permission from property owner (include letter with application)

NOTE: *Taxes for property must be update to date including personal property taxes if applicable.*

Eligible Improvements

The following are the types of projects that are eligible for funding. If your building is in the [Historic District](#) you are required to have approval for these projects from the Historic District Commission prior to submitting a request.

- Removal of materials which cover original architectural details
- Repair and/or restoration of original architectural details
- Replacement of original architectural details
- Window repair or replacement including window framing (must match original in size, style and scale)
- Repainting and repair of facade
- Exterior lighting
- Gutters and downspouts

Other improvements can be made if they meet the objectives of the program and have prior written approval of Manistee Main Street DDA

Ineligible Improvements

The following improvements do not qualify for the Façade Improvement Program:

- IMPROVEMENTS MADE PRIOR TO GRANT APPROVAL
- Interior improvements
- Removal of architecturally important features
- New construction and additions
- Sweat equity (payments for applicant's own labor)
- Planting or landscaping
- Residential properties, excluding mixed use developments

Buildings located in the [Historic District](#) require approval from the [Historic District Commission](#) follow the process on page 4. If your building is outside the district proceed to page 5.

Process for obtaining approval from the Historic District Commission

The process for obtaining approval from the [Historic District Commission](#) can take several months depending on the size of the project. It is important for the applicant to start the process early (the Museum Director works reduced hours in the winter months) so they can meet the deadline for submission of the request.

*Typically permits for [signs](#), [awnings](#), [paint colors](#) and [routine repair and maintenance](#) can be approved by the Museum Director and do not need to go before the Historic District Commission (step 1 & 2 below). **Allow 7 – 10 days for requests to the Museum Director.***

The Historic District Commission meets on the first Thursday of the month and requests must be submitted 10 days before the meeting to be placed on the agenda. The Commission **does not** schedule special meetings for late applications; requests will be placed on the next regularly scheduled meeting agenda.

*Larger [façade improvement projects](#) need to go before the Historic District Commission for approval (step 1 through 4 below). **Average time depending on staff availability, complete application and meeting schedules approx. 30 – 60 days; if design assistance is requested it may take an additional 30 days.***

1

Introductory Meeting with Museum Director - Staff will assist the applicant by explaining the different application form sand [Guidelines](#) needed for the request. The Museum Director will research any historical documentation available that could assist the applicant.

2

Submission of Application – Applicant will submit their request to staff who will review it to make sure they have supplied all the necessary information including a site plan (not sketch). If no additional information is needed, and the request does not need to go before the Historic District Commission staff will process the request and issue a permit (Certificate of Appropriateness).

3

Historic District Commission Approval/Meeting – Depending on the scale of the project the applicant may want to begin with requesting [design assistance](#) from the Historic District Commission. If design assistance is not needed facade improvements that are outside of [routine repair and maintenance](#) need to go before the Historic District Commission for approval. These requests for a [certificate of appropriateness](#) must be received 10 days before their regularly scheduled meeting held on the first Thursday of the month to be placed on the agenda. If the Commission determines that no additional information is needed they will deliberate/take action on the request. They will either approve or deny the request. If the Commission determines that additional information is needed they will postpone their determination until their next regularly scheduled meeting.

4

Permit – Once approval is received from the Historic District Commission staff will process the necessary paperwork and issue a permit (Certificate of Appropriateness).

Mark Fedder
Museum Director
425 River Street, Manistee, MI 49660
231.723.5531

Denise Blakeslee
Planning & Zoning Administrator
70 Maple Street, Manistee, MI 49660
231.398.2805

Once a Certificate of Appropriateness is received for projects in the Historic District the applicant can begin the process of applying for a Façade Grant.

Process for applying for the Façade Grant

- 1** **Introductory Meeting with Manistee Main Street Director/Design Committee Member** - It is strongly encouraged that all potential applicants meet with either the Main Street Director or a Design Committee member prior to filling out the application. Staff will assist the applicant by explaining the program, application requirements, selection process, and process.
- 2** **Submission of Application** – Applicant will submit their request to staff who will review it to make sure they have supplied all the necessary information including photographs, detailed sketches or drawings, two bids from contractors (on letterhead), Historic District Commission Certificate of Appropriateness (if property is located in the historic district) and any other information that can assist with the explaining the request. ***Applications must be received by the deadline for consideration.***
- 3** **Review of Application/Scoring Process** – Manistee Main Street DDA will review all applicants and determine which projects get funded and at what amounts each will receive. Applications will be scored based on need, project, and impact to the downtown. Projects that score higher will be given higher funding priority. Projects that do not score high may not be funded or will be funded at a lesser amount.
- 4** **Notification/Contract** – Applicants will be notified of the results by mail within 60 days of the grant deadline. Projects that receive funding require a signed contract that will be attached to their letter. The applicant has 30 days to sign and return the contract. ***This contract must be signed before work begins.***
- 5** **Commence Work** – Once the signed contract is received by Main Street DDA the applicant may begin work. Work must start within 60 days of signing the contract. Work must be completed within twelve months from date of signed contract. The Main Street DDA Director has the right to conduct weekly site inspections. ***Any changes in the approved work must be approved by the Museum Director and/or Historic District Commission and the Main Street Director.***
- 6** **Installation of Facade Signage** – Once construction begins the Main Street DDA will provide a Façade Improvement Program sign that is to be installed and displayed during construction.
- 7** **Reimbursement** – Once the project is completed the applicant must submit copies of cost documentation (invoices, etc.) along with copies of all cleared checks to Manistee Main Street DDA for reimbursement. If the building is located in the Historic District a copy of the Certificate of Compliance closing out the project by the Historic District Commission must be submitted for file. Reimbursement will be made to applicant within 30 days of receipt of project payment documents.

Changes to the improved façade cannot be made without prior written approval from the Manistee Main Street for two years from the date of the Final Closeout of the application.

(adoption date)

**DOWNTOWN COMMERCIAL FAÇADE IMPROVEMENT
 NOTICE OF INTENT FOR 2016 GRANT CYCLE**
Due February 14, 2016

Program Objectives

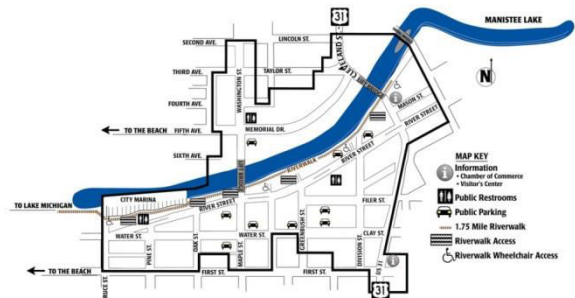
Design changes that take place at commercial properties are a critical part of any successful revitalization strategy. Customers want to shop in an attractive and inviting environment, not in one that is poorly designed or maintained. Property owners want to generate adequate rents from their commercial properties while lessees want to have pride in their place of business. Manistee Main Street DDA wishes to maintain and improve quality of life for its citizens by fostering economically viable commercial districts. In order to reach this goal Manistee Main Street DDA has established a Façade Improvement Program.

If you have a project that you would like to apply for a Façade Grant the first step in the process is to submit this ***Notice of Intent for 2016 Grant Cycle by February 14th***.

Project Location	
Address:	
Applicant Information	
Name:	
Address:	
Phone Number:	Fax Number:
Email:	
Applicant is: <input type="checkbox"/> Property Owner <input type="checkbox"/> Business Owner <input type="checkbox"/> Other _____	
Project Information	
Brief Narrative of proposed project:	
Proposed project budget \$	
How much assistance are you requesting: \$	

Return to: MSDDA
 294 River Street, Suite 2
 Manistee, MI 49660

MANISTEE'S DOWNTOWN DISTRICT



DOWNTOWN MANISTEE



294 River Street, Suite 2 · Manistee Michigan

231.398.3262

www.VisitManistee.com

Manistee Main Street DDA Façade Improvement Program Grant Application

Project Location	
Address:	
Applicant Information	
Name:	
Address:	
Phone Number:	Fax Number:
Email:	
Applicant is: <input type="checkbox"/> Property Owner <input type="checkbox"/> Business Owner <input type="checkbox"/> Other _____	
Property Owner Information (if different from applicant)	
Name:	
Address:	
Phone Number:	Fax Number:
Email:	
Business Information	
Name of Business:	Type of Business:
How long has the business been at the current location?	
Lease Information (if applicant is leasing)	
<i>Note: If you are not the property owner, please have the property owner or an authorized representative co-sign this application where indicated in the General Condition</i>	
If applicant is leasing, when does your current lease expire?	
Do you have the option to renew your lease?	
What are the terms of the lease?	
Project Details	
<i>Please describe below in detail the proposed improvement to the property. The following <u>must</u> accompany this application</i>	
<input type="checkbox"/>	A narrative of proposed improvements (e.g. new doors, windows, signs, lighting, paint, etc.)
<input type="checkbox"/>	Two color photographs that show existing building conditions
<input type="checkbox"/>	Detailed sketches or drawings of the proposed improvements (including placement, color, dimensions and materials)
<input type="checkbox"/>	Two bids from contractors, must be on letter head
<input type="checkbox"/>	If property is located in the Historic District a copy of Certificate of Appropriateness issued for the project along with a copy of the application and supporting documents
<input type="checkbox"/>	Additional information (optional)
Proposed project budget: \$	
How much assistance are you requesting: \$	
Proposed start date:	
Estimated completion date:	
In conjunction with this project are you completing any other renovations/rehabilitation work to the property (interior or exterior)? <input type="checkbox"/> yes <input type="checkbox"/> no	
If yes, describe work (attach additional pages if needed):	
Estimated cost of additional work to building: \$	
Would you like Design Assistance (no cost to business or property owner)? <input type="checkbox"/> yes <input type="checkbox"/> no	

General Conditions				
<ul style="list-style-type: none"> ➤ It is expressly understood and agreed that the applicant shall be solely responsible for all safety conditions and compliance with all safety regulations, building codes, ordinances, and other applicable regulations. ➤ It is expressly understood and agreed that work completed prior to final approval is ineligible for funding. ➤ It is expressly understood and agreed that the applicant will not seek to hold Manistee Main Street DDA, and/or its agents, employees, officers and/or directors liable for any property damage, personal injury, or other loss relating in any way to the Facade Improvement Program. ➤ The applicant shall be responsible for maintaining valid and sufficient insurance coverage for property damage and personal injury liability relating to the Facade Improvement Program. ➤ The applicant agrees to maintain the property and improvements, including, but not limited to, promptly removing graffiti, trash, and sweeping and shoveling in front of the property. ➤ The applicant agrees to return a pro-rated amount of the grant money received if the improvement is removed within two years. ➤ The applicant must begin the project within three months of being notified that they have been awarded the grant and must complete the façade project within twelve months of beginning the project. ➤ The applicant authorizes Manistee Main Street DDA, to promote an approved project, including but not limited to displaying a sign at the site, during and after construction, and using photographs and descriptions of the project in Downtown Manistee materials and press releases. ➤ The applicant has read and understands the "Manistee Main Street DDA Façade Improvement Program Overview" document outlining program guidelines and procedures. ➤ The applicant understands that Manistee Main Street DDA, reserves the right to make changes in conditions of the Facade Improvement Program as warranted. 				
Signature: _____ Date: _____ <div style="text-align: center;"><i>Applicant</i></div>				
Owner Authorization				
<i>If applicant is not the property owner, please have the property owner or an authorized representative review and co-sign this application below.</i>				
As the owner of the property at _____, I have reviewed the above application and authorize operator of _____ at said address to perform the façade improvements described above as part of the Manistee Main Street DDA Façade Improvement Program.				
Signature: _____ Date: _____ <div style="text-align: center;"><i>Owner or Authorized Representative</i></div>				
MAIN STREET DDA USE ONLY				
Scoring for Project				
Impact 40% _____	Financial Leverage 10% _____	Sustainability/Permanence 30% _____	Community Contribution 20% _____	TOTAL _____
Received _____ Date: _____ <div style="text-align: center;"><i>MSDDA Director</i></div>				
Approval _____ Date: _____ <div style="text-align: center;"><i>Design Committee Chair</i></div>				
Approval _____ Date: _____ <div style="text-align: center;"><i>MSDDA/Board Chair</i></div>				

Gockerman Wilson Saylor & Hesslin

A Mika Meyers Beckett & Jones, PLC Law Firm

Memorandum

To: DDA

From: George V. Saylor, III

Date: 9/16/2015

Subject: OMA update

C/M: 26943-42142

The Michigan Open Meetings Act is a group of laws that ensure that decisions of government take place in view of the public. The purpose of this Memorandum is to outline some of the general provisions of the OMA and also discuss the status of the law with regard to current issues. The OMA mandates that deliberations of a public body take place in a setting where the general public is able to observe the debate and are able to offer their comments with regard to matters of concern. With regard to specific questions regarding the OMA, the City has always taken the position that if there is doubt as to whether or not a meeting is subject to the OMA, it will assume it is and post public notice of the meeting and require that the meeting take place in a setting open to the public.

1. Bodies Covered by the OMA.

- a. The Michigan Open Meetings Act (OMA) requires that all meetings of a “public body” be open to the public and held in a place available to the general public.
- b. The definition of a public body includes local legislative or governing bodies (like City Council) including boards, Authority’s (like the DDA), committees, and sub-committees that are empowered by law to exercise a governmental function.

2. Notice.

- a. Meetings of a public body cannot take place unless there has been proper notice provided and the meeting is open to the public. The Notice requirements of the OMA are:
 - i. A public notice must be posted at the principal office of the public body and contain the name of the public body, telephone number and address;
 - ii. A person designated by the public body must post within 10 days of the first annual meeting of the body the dates, times and places of its regular meetings for the year;

- iii. If a change is made to any regular meeting date the new schedule must be posted within 3 days of the meeting at which the change was made;
- iv. For a rescheduled regular or special meeting a notice, including the date, time, and place of the meeting, must be posted at least 18 hours before the meeting and if the public body maintains an internet presence the notice must be included on the body's website. The 18 hour requirement dictates that the posting be accessible to the public for the 18 hour period (if posted on an interior location not accessible after hours, the posting must be made for 18 hours when the location is accessible to the public).

3. Meetings Covered.

- a. A quorum of a public body, meeting to discuss the business of the public body, is subject to the OMA. Purely social or chance gatherings, that do not involve the discussion of the business of the public body, or attendance of a quorum at a conference or training that does not involve a presentation tailored to the public body, are times when notice would not necessarily be required even though a quorum of the public body is present in the same location at the same time.
- b. If the public body delegates to a group the authority to take action on behalf of the body and not just make an advisory recommendation, then the meeting of that group is subject to the OMA, even if a quorum is not present.
- c. All decisions of a public body must be made at an OMA compliant meeting. While case law indicates that polling does not necessarily violate the OMA, consensus building and debate on an issue that ultimately is decided by the public body is a violation. Distinguishing between polling and consensus building is not a bright-line test and while it is expected that members of a public body will discuss matters involving the body, outside of a public meeting, care must be exercised to avoid debate among a majority on an issue that may be decided by the body.
- d. Committees and subcommittees of a public body that are merely advisory and are not delegated authority to act are not subject to the OMA. As a matter of policy, the City of Manistee requires all meetings, including those of the DDA, comply with the OMA notice requirements, including the requirement for the keeping of minutes (Council Policy – 10).

4. Impact of technology on the OMA. The use of e-mail, texting or other forms of electronic communication among members of the DDA Board during a meeting constitutes deliberations toward decision-making or actual decisions and violates the OMA. In effect, such communication would constitute a closed session under the OMA. The principle is that the

deliberation of the DDA Board must take place in the open and should be something that the public is able to observe. If e-mail communication, texting or other forms of electronic communication takes place between DDA Board Members during a meeting, the public is unable to observe that debate. Whether communication from outside the members of the DDA Board during a meeting is acceptable would depend upon the nature of the communication. DDA Board Members being available by phone, text or e-mail during a meeting regarding matters that may be unrelated to DDA business would be acceptable, but the DDA should maintain care in managing other types of communication during Board Meetings.

5. Straw Polls, Communication Among all Members of the DDA and “Reply All” E-mails. E-mail communication between DDA Board Members where it includes debate on a topic or soliciting the position of all members of the Authority (such as a straw poll) can result in a violation of the OMA. Even though you may not be meeting with a quorum of the DDA Board, and even when your discussions are on a one-on-one basis, if the objective of the discussions is to solicit the position of all the DDA Board Members on a particular issue and offer your argument in favor or against a particular issue, it may be considered a debate on a topic among the DDA Board and constitute a violation of the OMA. Similarly, if an e-mail is exchanged on a particular topic, which is to be decided by the DDA Board, and is sent to all members of the DDA Board, and then multiple members respond to the e-mail by the “reply all” button, it may constitute a violation of the OMA. It certainly is not improper to distribute material to all members of the DDA Board, but the Authority should not deliberate over the information exchanged by communicating positions with a quorum of the members through e-mail. Avoid the “reply all” response.

6. Meeting Procedures. The OMA contains a number of provisions that affect the procedure at a public meeting.

- a. All members of the public must be permitted to attend a meeting of a public body and can only be excluded for a breach of the peace occurring at the meeting.
- b. While the OMA does not permit a governing body to require members of the public to register in order to attend a meeting, the public body may require that an individual speaking at a meeting identify themselves if they wish to speak.
- c. A public body may place limitations on public comment, but may not establish a rule that prevents public comment (if multiple people are speaking in favor or against a particular subject, the body may encourage them to designate one or more individuals to speak on their behalf in order to avoid cumulative comments).
- d. A public body must have a time for public comment, but whether at the beginning or end of the meeting is something up to the public body.

- e. There is no right to address the public body during its deliberations on a particular matter, although the chair may do so if desired.

7. Minutes. The OMA requires that minutes be taken for all meetings of a public body. The minimum requirement of the OMA is that the minutes reflect the date, time, place, members present and members absent at a meeting of the public body. As to the substance of the meeting, the OMA requires that the decisions be described and if there is a roll call vote the specific votes recorded. If a public body decides to have more detail in its minutes it may do so.

8. Quorum. The public body must follow parliamentary procedures in managing its meetings, including the requirement of a majority vote of members present at a meeting where a quorum is also present, unless the law requires some different number. If a meeting that is properly posted lacks a quorum when it convenes, the members present may receive reports, comments from the public and ask questions, although no decision should be debated or made. If a member of a body is disqualified from voting on a particular matter due to a conflict of interest, they cannot be counted as to whether there is a quorum present at the meeting.

9. Voting. Unless authorized by rule or law, members present at a meeting may not abstain on an issue put to vote and the chair votes on all Motions (not just to break a tie in voting).

GVS/pav

OPEN MEETINGS ACT
Act 267 of 1976

AN ACT to require certain meetings of certain public bodies to be open to the public; to require notice and the keeping of minutes of meetings; to provide for enforcement; to provide for invalidation of governmental decisions under certain circumstances; to provide penalties; and to repeal certain acts and parts of acts.

History: 1976, Act 267, Eff. Mar. 31, 1977.

The People of the State of Michigan enact:

15.261 Short title; effect of act on certain charter provisions, ordinances, or resolutions.

Sec. 1. (1) This act shall be known and may be cited as the "Open meetings act".

(2) This act shall supersede all local charter provisions, ordinances, or resolutions which relate to requirements for meetings of local public bodies to be open to the public.

(3) After the effective date of this act, nothing in this act shall prohibit a public body from adopting an ordinance, resolution, rule, or charter provision which would require a greater degree of openness relative to meetings of public bodies than the standards provided for in this act.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.262 Definitions.

Sec. 2. As used in this act:

(a) "Public body" means any state or local legislative or governing body, including a board, commission, committee, subcommittee, authority, or council, that is empowered by state constitution, statute, charter, ordinance, resolution, or rule to exercise governmental or proprietary authority or perform a governmental or proprietary function; a lessee of such a body performing an essential public purpose and function pursuant to the lease agreement; or the board of a nonprofit corporation formed by a city under section 4o of the home rule city act, 1909 PA 279, MCL 117.4o.

(b) "Meeting" means the convening of a public body at which a quorum is present for the purpose of deliberating toward or rendering a decision on a public policy, or any meeting of the board of a nonprofit corporation formed by a city under section 4o of the home rule city act, 1909 PA 279, MCL 117.4o.

(c) "Closed session" means a meeting or part of a meeting of a public body that is closed to the public.

(d) "Decision" means a determination, action, vote, or disposition upon a motion, proposal, recommendation, resolution, order, ordinance, bill, or measure on which a vote by members of a public body is required and by which a public body effectuates or formulates public policy.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 2001, Act 38, Imd. Eff. July 11, 2001.

15.263 Meetings, decisions, and deliberations of public body; requirements; attending or addressing meeting of public body; tape-recording, videotaping, broadcasting, and telecasting proceedings; rules and regulations; exclusion from meeting; exemptions.

Sec. 3. (1) All meetings of a public body shall be open to the public and shall be held in a place available to the general public. All persons shall be permitted to attend any meeting except as otherwise provided in this act. The right of a person to attend a meeting of a public body includes the right to tape-record, to videotape, to broadcast live on radio, and to telecast live on television the proceedings of a public body at a public meeting. The exercise of this right shall not be dependent upon the prior approval of the public body. However, a public body may establish reasonable rules and regulations in order to minimize the possibility of disrupting the meeting.

(2) All decisions of a public body shall be made at a meeting open to the public.

(3) All deliberations of a public body constituting a quorum of its members shall take place at a meeting open to the public except as provided in this section and sections 7 and 8.

(4) A person shall not be required as a condition of attendance at a meeting of a public body to register or otherwise provide his or her name or other information or otherwise to fulfill a condition precedent to attendance.

(5) A person shall be permitted to address a meeting of a public body under rules established and recorded by the public body. The legislature or a house of the legislature may provide by rule that the right to address may be limited to prescribed times at hearings and committee meetings only.

(6) A person shall not be excluded from a meeting otherwise open to the public except for a breach of the peace actually committed at the meeting.

(7) This act does not apply to the following public bodies only when deliberating the merits of a case:

(a) The worker's compensation appeal board created under the worker's disability compensation act of 1969, Act No. 317 of the Public Acts of 1969, as amended, being sections 418.101 to 418.941 of the Michigan Compiled Laws.

(b) The employment security board of review created under the Michigan employment security act, Act No. 1 of the Public Acts of the Extra Session of 1936, as amended, being sections 421.1 to 421.73 of the Michigan Compiled Laws.

(c) The state tenure commission created under Act No. 4 of the Public Acts of the Extra Session of 1937, as amended, being sections 38.71 to 38.191 of the Michigan Compiled Laws, when acting as a board of review from the decision of a controlling board.

(d) An arbitrator or arbitration panel appointed by the employment relations commission under the authority given the commission by Act No. 176 of the Public Acts of 1939, as amended, being sections 423.1 to 423.30 of the Michigan Compiled Laws.

(e) An arbitration panel selected under chapter 50A of the revised judicature act of 1961, Act No. 236 of the Public Acts of 1961, being sections 600.5040 to 600.5065 of the Michigan Compiled Laws.

(f) The Michigan public service commission created under Act No. 3 of the Public Acts of 1939, being sections 460.1 to 460.8 of the Michigan Compiled Laws.

(8) This act does not apply to an association of insurers created under the insurance code of 1956, Act No. 218 of the Public Acts of 1956, being sections 500.100 to 500.8302 of the Michigan Compiled Laws, or other association or facility formed under Act No. 218 of the Public Acts of 1956 as a nonprofit organization of insurer members.

(9) This act does not apply to a committee of a public body which adopts a nonpolicymaking resolution of tribute or memorial which resolution is not adopted at a meeting.

(10) This act does not apply to a meeting which is a social or chance gathering or conference not designed to avoid this act.

(11) This act shall not apply to the Michigan veterans' trust fund board of trustees or a county or district committee created under Act No. 9 of the Public Acts of the first extra session of 1946, being sections 35.601 to 35.610 of the Michigan Compiled Laws, when the board of trustees or county or district committee is deliberating the merits of an emergent need. A decision of the board of trustees or county or district committee made under this subsection shall be reconsidered by the board or committee at its next regular or special meeting consistent with the requirements of this act. "Emergent need" means a situation which the board of trustees, by rules promulgated under the administrative procedures act of 1969, Act No. 306 of the Public Acts of 1969, as amended, being sections 24.201 to 24.328 of the Michigan Compiled Laws, determines requires immediate action.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1981, Act 161, Imd. Eff. Nov. 30, 1981;—Am. 1986, Act 269, Imd. Eff. Dec. 19, 1986;—Am. 1988, Act 158, Imd. Eff. June 14, 1988;—Am. 1988, Act 278, Imd. Eff. July 27, 1988.

Administrative rules: R 35.621 of the Michigan Administrative Code.

15.264 Public notice of meetings generally; contents; places of posting.

Sec. 4. The following provisions shall apply with respect to public notice of meetings:

(a) A public notice shall always contain the name of the public body to which the notice applies, its telephone number if one exists, and its address.

(b) A public notice for a public body shall always be posted at its principal office and any other locations considered appropriate by the public body. Cable television may also be utilized for purposes of posting public notice.

(c) If a public body is a part of a state department, part of the legislative or judicial branch of state government, part of an institution of higher education, or part of a political subdivision or school district, a public notice shall also be posted in the respective principal office of the state department, the institution of higher education, clerk of the house of representatives, secretary of the state senate, clerk of the supreme court, or political subdivision or school district.

(d) If a public body does not have a principal office, the required public notice for a local public body shall be posted in the office of the county clerk in which the public body serves and the required public notice for a state public body shall be posted in the office of the secretary of state.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1984, Act 87, Imd. Eff. Apr. 19, 1984.

15.265 Public notice of regular meetings, change in schedule of regular meetings, rescheduled regular meetings, or special meetings; posting; statement of date, time, and place; website; recess or adjournment; emergency sessions; emergency public meeting; meeting in residential dwelling; limitation; notice; duration requirement.

Sec. 5. (1) A meeting of a public body shall not be held unless public notice is given as provided in this section by a person designated by the public body.

(2) For regular meetings of a public body, there shall be posted within 10 days after the first meeting of the public body in each calendar or fiscal year a public notice stating the dates, times, and places of its regular meetings.

(3) If there is a change in the schedule of regular meetings of a public body, there shall be posted within 3 days after the meeting at which the change is made, a public notice stating the new dates, times, and places of its regular meetings.

(4) Except as provided in this subsection or in subsection (6), for a rescheduled regular or a special meeting of a public body, a public notice stating the date, time, and place of the meeting shall be posted at least 18 hours before the meeting in a prominent and conspicuous place at both the public body's principal office and, if the public body directly or indirectly maintains an official internet presence that includes monthly or more frequent updates of public meeting agendas or minutes, on a portion of the website that is fully accessible to the public. The public notice on the website shall be included on either the homepage or on a separate webpage dedicated to public notices for nonregularly scheduled public meetings and accessible via a prominent and conspicuous link on the website's homepage that clearly describes its purpose for public notification of those nonregularly scheduled public meetings. The requirement of 18-hour notice does not apply to special meetings of subcommittees of a public body or conference committees of the state legislature. A conference committee shall give a 6-hour notice. A second conference committee shall give a 1-hour notice. Notice of a conference committee meeting shall include written notice to each member of the conference committee and the majority and minority leader of each house indicating time and place of the meeting.

(5) A meeting of a public body that is recessed for more than 36 hours shall be reconvened only after public notice that is equivalent to that required under subsection (4) has been posted. If either house of the state legislature is adjourned or recessed for less than 18 hours, the notice provisions of subsection (4) are not applicable. Nothing in this section bars a public body from meeting in emergency session in the event of a severe and imminent threat to the health, safety, or welfare of the public when 2/3 of the members serving on the body decide that delay would be detrimental to efforts to lessen or respond to the threat. However, if a public body holds an emergency public meeting that does not comply with the 18-hour posted notice requirement, it shall make paper copies of the public notice for the emergency meeting available to the public at that meeting. The notice shall include an explanation of the reasons that the public body cannot comply with the 18-hour posted notice requirement. The explanation shall be specific to the circumstances that necessitated the emergency public meeting, and the use of generalized explanations such as "an imminent threat to the health of the public" or "a danger to public welfare and safety" does not meet the explanation requirements of this subsection. If the public body directly or indirectly maintains an official internet presence that includes monthly or more frequent updates of public meeting agendas or minutes, it shall post the public notice of the emergency meeting and its explanation on its website in the manner described for an internet posting in subsection (4). Within 48 hours after the emergency public meeting, the public body shall send official correspondence to the board of county commissioners of the county in which the public body is principally located, informing the commission that an emergency public meeting with less than 18 hours' public notice has taken place. The correspondence shall also include the public notice of the meeting with explanation and shall be sent by either the United States postal service or electronic mail. Compliance with the notice requirements for emergency meetings in this subsection does not create, and shall not be construed to create, a legal basis or defense for failure to comply with other provisions of this act and does not relieve the public body from the duty to comply with any provision of this act.

(6) A meeting of a public body may only take place in a residential dwelling if a nonresidential building within the boundary of the local governmental unit or school system is not available without cost to the public body. For a meeting of a public body that is held in a residential dwelling, notice of the meeting shall be published as a display advertisement in a newspaper of general circulation in the city or township in which the meeting is to be held. The notice shall be published not less than 2 days before the day on which the meeting is held, and shall state the date, time, and place of the meeting. The notice shall be at the bottom of the display advertisement, set off in a conspicuous manner, and include the following language: "This meeting is open to all members of the public under Michigan's open meetings act".

(7) A durational requirement for posting a public notice of a meeting under this act is the time that the notice is required to be accessible to the public.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1978, Act 256, Imd. Eff. June 21, 1978;—Am. 1982, Act 134, Imd. Eff. Apr. 22, 1982;—Am. 1984, Act 167, Imd. Eff. June 29, 1984;—Am. 2012, Act 528, Imd. Eff. Dec. 28, 2012.

15.266 Providing copies of public notice on written request; fee.

Sec. 6. (1) Upon the written request of an individual, organization, firm, or corporation, and upon the requesting party's payment of a yearly fee of not more than the reasonable estimated cost for printing and postage of such notices, a public body shall send to the requesting party by first class mail a copy of any notice required to be posted pursuant to section 5(2) to (5).

(2) Upon written request, a public body, at the same time a public notice of a meeting is posted pursuant to section 5, shall provide a copy of the public notice of that meeting to any newspaper published in the state and to any radio and television station located in the state, free of charge.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.267 Closed sessions; roll call vote; separate set of minutes.

Sec. 7. (1) A 2/3 roll call vote of members elected or appointed and serving is required to call a closed session, except for the closed sessions permitted under section 8(a), (b), (c), (g), (i), and (j). The roll call vote and the purpose or purposes for calling the closed session shall be entered into the minutes of the meeting at which the vote is taken.

(2) A separate set of minutes shall be taken by the clerk or the designated secretary of the public body at the closed session. These minutes shall be retained by the clerk of the public body, are not available to the public, and shall only be disclosed if required by a civil action filed under section 10, 11, or 13. These minutes may be destroyed 1 year and 1 day after approval of the minutes of the regular meeting at which the closed session was approved.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1993, Act 81, Eff. Apr. 1, 1994;—Am. 1996, Act 464, Imd. Eff. Dec. 26, 1996.

15.268 Closed sessions; permissible purposes.

Sec. 8. A public body may meet in a closed session only for the following purposes:

(a) To consider the dismissal, suspension, or disciplining of, or to hear complaints or charges brought against, or to consider a periodic personnel evaluation of, a public officer, employee, staff member, or individual agent, if the named person requests a closed hearing. A person requesting a closed hearing may rescind the request at any time, in which case the matter at issue shall be considered after the rescission only in open sessions.

(b) To consider the dismissal, suspension, or disciplining of a student if the public body is part of the school district, intermediate school district, or institution of higher education that the student is attending, and if the student or the student's parent or guardian requests a closed hearing.

(c) For strategy and negotiation sessions connected with the negotiation of a collective bargaining agreement if either negotiating party requests a closed hearing.

(d) To consider the purchase or lease of real property up to the time an option to purchase or lease that real property is obtained.

(e) To consult with its attorney regarding trial or settlement strategy in connection with specific pending litigation, but only if an open meeting would have a detrimental financial effect on the litigating or settlement position of the public body.

(f) To review and consider the contents of an application for employment or appointment to a public office if the candidate requests that the application remain confidential. However, except as otherwise provided in this subdivision, all interviews by a public body for employment or appointment to a public office shall be held in an open meeting pursuant to this act. This subdivision does not apply to a public office described in subdivision (j).

(g) Partisan caucuses of members of the state legislature.

(h) To consider material exempt from discussion or disclosure by state or federal statute.

(i) For a compliance conference conducted by the department of commerce under section 16231 of the public health code, Act No. 368 of the Public Acts of 1978, being section 333.16231 of the Michigan Compiled Laws, before a complaint is issued.

(j) In the process of searching for and selecting a president of an institution of higher education established under section 4, 5, or 6 of article VIII of the state constitution of 1963, to review the specific contents of an application, to conduct an interview with a candidate, or to discuss the specific qualifications of a candidate if the particular process of searching for and selecting a president of an institution of higher education meets all of the following requirements:

(i) The search committee in the process, appointed by the governing board, consists of at least 1 student of the institution, 1 faculty member of the institution, 1 administrator of the institution, 1 alumnus of the institution, and 1 representative of the general public. The search committee also may include 1 or more

members of the governing board of the institution, but the number shall not constitute a quorum of the governing board. However, the search committee shall not be constituted in such a way that any 1 of the groups described in this subparagraph constitutes a majority of the search committee.

(ii) After the search committee recommends the 5 final candidates, the governing board does not take a vote on a final selection for the president until at least 30 days after the 5 final candidates have been publicly identified by the search committee.

(iii) The deliberations and vote of the governing board of the institution on selecting the president take place in an open session of the governing board.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1984, Act 202, Imd. Eff. July 3, 1984;—Am. 1993, Act 81, Eff. Apr. 1, 1994;—Am. 1996, Act 464, Imd. Eff. Dec. 26, 1996.

15.269 Minutes.

Sec. 9. (1) Each public body shall keep minutes of each meeting showing the date, time, place, members present, members absent, any decisions made at a meeting open to the public, and the purpose or purposes for which a closed session is held. The minutes shall include all roll call votes taken at the meeting. The public body shall make any corrections in the minutes at the next meeting after the meeting to which the minutes refer. The public body shall make corrected minutes available at or before the next subsequent meeting after correction. The corrected minutes shall show both the original entry and the correction.

(2) Minutes are public records open to public inspection, and a public body shall make the minutes available at the address designated on posted public notices pursuant to section 4. The public body shall make copies of the minutes available to the public at the reasonable estimated cost for printing and copying.

(3) A public body shall make proposed minutes available for public inspection within 8 business days after the meeting to which the minutes refer. The public body shall make approved minutes available for public inspection within 5 business days after the meeting at which the minutes are approved by the public body.

(4) A public body shall not include in or with its minutes any personally identifiable information that, if released, would prevent the public body from complying with section 444 of subpart 4 of part C of the general education provisions act, 20 USC 1232g, commonly referred to as the family educational rights and privacy act of 1974.

History: 1976, Act 267, Eff. Mar. 31, 1977;—Am. 1982, Act 130, Imd. Eff. Apr. 20, 1982;—Am. 2004, Act 305, Imd. Eff. Aug. 11, 2004.

15.270 Decisions of public body; presumption; civil action to invalidate; jurisdiction; venue; reenactment of disputed decision.

Sec. 10. (1) Decisions of a public body shall be presumed to have been adopted in compliance with the requirements of this act. The attorney general, the prosecuting attorney of the county in which the public body serves, or any person may commence a civil action in the circuit court to challenge the validity of a decision of a public body made in violation of this act.

(2) A decision made by a public body may be invalidated if the public body has not complied with the requirements of section 3(1), (2), and (3) in making the decision or if failure to give notice in accordance with section 5 has interfered with substantial compliance with section 3(1), (2), and (3) and the court finds that the noncompliance or failure has impaired the rights of the public under this act.

(3) The circuit court shall not have jurisdiction to invalidate a decision of a public body for a violation of this act unless an action is commenced pursuant to this section within the following specified period of time:

(a) Within 60 days after the approved minutes are made available to the public by the public body except as otherwise provided in subdivision (b).

(b) If the decision involves the approval of contracts, the receipt or acceptance of bids, the making of assessments, the procedures pertaining to the issuance of bonds or other evidences of indebtedness, or the submission of a borrowing proposal to the electors, within 30 days after the approved minutes are made available to the public pursuant to that decision.

(4) Venue for an action under this section shall be any county in which a local public body serves or, if the decision of a state public body is at issue, in Ingham county.

(5) In any case where an action has been initiated to invalidate a decision of a public body on the ground that it was not taken in conformity with the requirements of this act, the public body may, without being deemed to make any admission contrary to its interest, reenact the disputed decision in conformity with this act. A decision reenacted in this manner shall be effective from the date of reenactment and shall not be declared invalid by reason of a deficiency in the procedure used for its initial enactment.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.271 Civil action to compel compliance or enjoin noncompliance; commencement; venue; security not required; commencement of action for mandamus; court costs and attorney fees.

Sec. 11. (1) If a public body is not complying with this act, the attorney general, prosecuting attorney of the county in which the public body serves, or a person may commence a civil action to compel compliance or to enjoin further noncompliance with this act.

(2) An action for injunctive relief against a local public body shall be commenced in the circuit court, and venue is proper in any county in which the public body serves. An action for an injunction against a state public body shall be commenced in the circuit court and venue is proper in any county in which the public body has its principal office, or in Ingham county. If a person commences an action for injunctive relief, that person shall not be required to post security as a condition for obtaining a preliminary injunction or a temporary restraining order.

(3) An action for mandamus against a public body under this act shall be commenced in the court of appeals.

(4) If a public body is not complying with this act, and a person commences a civil action against the public body for injunctive relief to compel compliance or to enjoin further noncompliance with the act and succeeds in obtaining relief in the action, the person shall recover court costs and actual attorney fees for the action.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.272 Violation as misdemeanor; penalty.

Sec. 12. (1) A public official who intentionally violates this act is guilty of a misdemeanor punishable by a fine of not more than \$1,000.00.

(2) A public official who is convicted of intentionally violating a provision of this act for a second time within the same term shall be guilty of a misdemeanor and shall be fined not more than \$2,000.00, or imprisoned for not more than 1 year, or both.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.273 Violation; liability.

Sec. 13. (1) A public official who intentionally violates this act shall be personally liable in a civil action for actual and exemplary damages of not more than \$500.00 total, plus court costs and actual attorney fees to a person or group of persons bringing the action.

(2) Not more than 1 action under this section shall be brought against a public official for a single meeting. An action under this section shall be commenced within 180 days after the date of the violation which gives rise to the cause of action.

(3) An action for damages under this section may be joined with an action for injunctive or exemplary relief under section 11.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.273a Selection of president by governing board of higher education institution; violation; civil fine.

Sec. 13a. If the governing board of an institution of higher education established under section 4, 5, or 6 of article VIII of the state constitution of 1963 violates this act with respect to the process of selecting a president of the institution at any time after the recommendation of final candidates to the governing board, as described in section 8(j), the institution is responsible for the payment of a civil fine of not more than \$500,000.00. This civil fine is in addition to any other remedy or penalty under this act. To the extent possible, any payment of fines imposed under this section shall be paid from funds allocated by the institution of higher education to pay for the travel and expenses of the members of the governing board.

History: Add. 1996, Act 464, Imd. Eff. Dec. 26, 1996.

15.274 Repeal of MCL 15.251 to 15.253.

Sec. 14. Act No. 261 of the Public Acts of 1968, being sections 15.251 to 15.253 of the Compiled Laws of 1970, is repealed.

History: 1976, Act 267, Eff. Mar. 31, 1977.

15.275 Effective date.

Sec. 15. This act shall take effect January 1, 1977.

History: 1976, Act 267, Eff. Mar. 31, 1977.

Patrick Kay
272 Lighthouse Circle
Manistee, MI 49660
February 8, 2016

Board of Directors
Manistee Main Street DDA
294 River Street, Suite 2
Manistee, MI 49660

Dear Manistee Main Street DDA:

It is with regret that I tender my resignation from the Manistee Main Street DDA effective immediately. Since the beginning of my employment in November 2013, I have served Downtown Mansitee and this board to the best of my ability, however I feel that it is my time to step down. I feel that I have taken this organization to then next level and given you the tools to succeed. My family and I have always had the intention of moving back to the south and this gives us the ability to do so.

I am grateful for having had the opportunity to serve the downtown and this fine organization for the past 2 years and three months, and I offer my best wishes for its continued success.

Sincerely,

Patrick Kay

SEPARATION AGREEMENT AND GENERAL RELEASE

This **SEPARATION AGREEMENT AND GENERAL RELEASE** (the "Agreement") is made and executed between Patrick Kay ("Kay") and the Manistee Main Street Downtown Development Authority ("DDA") on the date set forth below.

WHEREAS Kay was employed by DDA as its Executive Director; and

WHEREAS Kay has resigned his employment relationship with DDA, effectively February 18, 2016 and the parties desire to clarify details regarding his departure.

NOW, THEREFORE, in consideration of the promises described below, the parties agree as follows:

1. DDA agrees to take the following action:
 - a. **Severance Pay.** DDA will pay Kay severance pay in the amount of Six Thousand Five Hundred Seventy-six and 93/100 (\$6,576.93) Dollars. Payment shall be made as soon as possible after the expiration of the revocation period set forth in Paragraph 3 and will be subject to all tax and payroll withholdings.
 - b. **Accrued but unused Vacation.** Kay has 10 days of accrued but unused vacation as of February 18, 2016 and DDA will pay Kay the amount of \$2,192.31 for his accrued but unused vacation. This amount shall be paid at the same time the payment in paragraph 1.a. above is made and will be subject to all tax and payroll withholdings.
 - c. **Unemployment.** In the event that Kay should apply for unemployment benefits, DDA will advise the Unemployment Insurance Agency that his employment was ended on February 8, 2016 for reasons that do not constitute misconduct. The payments set forth in Paragraph 1(a) will be designated to the period of February 8, 2016 through April 2, 2016 for unemployment purposes.
2. In exchange for the promises set forth in Paragraph 1 of this Agreement, Kay agrees as follows:
 - a. **Waiver and Release of Claims against DDA.** Kay acknowledges that he resigned his employment effective February 8, 2016. In addition, Kay voluntarily agrees to and hereby does knowingly, fully and completely waive and release any and all statutory, administrative or common law claims, rights or causes of action seeking damages, costs, expenses, compensation, or any other relief that he has or may have against DDA, its officers, agents, servants, board members and employees, which arises out of or is in any way connected with his employment at or the termination of his employment from DDA. This waiver and release includes but is not limited to claims, rights or causes or action involving: negligence; defamation; fraud or misrepresentation; invasion of privacy; due process of law under the United States

Constitution or Michigan Constitution; wrongful discharge; violation of DDA Policies, if any, regarding procedures related to the termination of his employment; breach of contract; violation of the Bullard-Plawecki Employee Right to Know Act (MCL 423.501 *et seq*); violation of the Family and Medical Leave Act (29 U.S.C. § 2601 *et seq*); violation of ERISA (29 U.S.C. § 1002 *et seq*); violation of any and all state and federal employment discrimination laws including sex, race, religion, creed, national origin, height, weight, age and handicap under Title VII of the Civil Rights Act (42 U.S.C. § 2000 *et seq*), the Age Discrimination in Employment Act as modified by the Older Workers Benefit Protection Act of 1990 (ADEA)(29 U.S.C. § 621 *et seq*), the Americans with Disabilities Act (42 U.S.C. § 12101 *et seq*), the Rehabilitation Act (29 U.S.C. § 701 *et seq*), Michigan's Elliott-Larsen Civil Rights Act, MCL 37.2101 *et seq*), and Michigan's Persons With Disabilities Civil Rights Act (MCL 37.1101 *et seq*); violation of Michigan's Veteran's Preference Act (MCL 35.401 *et seq*); violation of the Uniformed Services Employment and Reemployments Rights Act of 1994 (38 U.S.C. § 4301 *et seq*); and violation of Michigan's Whistleblowers' Protection Act (MCL 15.361 *et seq*) or any other state or federal law or regulation protecting whistleblowers. This waiver and release applies to the right to initiate, proceed with or participate in any state or federal lawsuit, any local, state or federal administrative proceeding, or any arbitration proceeding arising out of or in any way connected with his employment at or the termination of his employment with DDA. This waiver and release does not include claims regarding the alleged breach of the terms of this Agreement or claims arising under Michigan's Workers Disability Compensation Act (MCL 418.101 *et seq*). This waiver and release does not apply to rights or claims under the ADEA, if applicable, that may arise after the date of this Agreement, nor does it prohibit Kay from filing a charge or complaint with the Equal Employment Opportunity Commission (the "EEOC"), including a challenge to the validity of this waiver agreement under the ADEA, or participating in any investigation or proceeding conducted by the EEOC, but Kay waives and releases any right to receive any monetary benefit or remedy resulting from any such EEOC charge.

- b. **Non-Disparagement.** Kay agrees he will not make any disparaging or hostile comments about DDA, any officer, board member, agent or employee of DDA. "Disparage" as used herein shall mean any communication, oral or written, that discredits or reflects negatively on DDA or Mr. Kay and DDA agrees it will not make any disparaging or hostile comments about Mr. Kay.
- c. **Return of DDA Property.** Kay will return, any and all property of DDA, including keys, access cards, corporate credit cards, documents, data, usernames and passwords, backup tapes or other media, business records and confidential or proprietary information (including all copies), tools, equipment, supplies or other property belonging to the DDA. Kay will not take or retain any such information or data or copies. Kay will further, upon receipt, return any additional DDA property which he receives after the date of separation.
- d. **Confidential and Proprietary Information.** Kay will hold in strictest confidence and will not disclose to any person or entity any confidential or proprietary

information of DDA, nor will Kay make use of any such confidential or proprietary or personal information for his own purposes or for the benefit of any other person or entity. For purposes of this Agreement, "confidential or proprietary information" means all information relating to DDA, which is not in the public domain or generally available to persons who do not have a confidential relationship with DDA. "Confidential or proprietary information" includes all institutional and personal financial information, account information, transactional information, business plans, marketing plans, employee and client lists and data, and similar proprietary information, and information which has been provided to or obtained by DDA or Kay in confidence.

3. Kay acknowledges that some or all of the consideration provided under Paragraph 1 is in addition to anything of value to which the Kay is already entitled. Kay further acknowledges that he has been allowed the opportunity to have twenty-one (21) days in which to consider the terms of this Agreement, that he has been advised in writing by DDA to consult with an attorney before executing this Agreement and that he understands that he has seven (7) days from the date he executes this Agreement within which to revoke it.
4. This Agreement constitutes the entire understanding between the parties. No prior, contemporaneous, oral or written, express or implied agreement shall have any effect and this Agreement may not be modified or amended except in writing by all of the parties.
5. The terms of this Agreement are to be interpreted, construed, enforced and performed under the laws of the State of Michigan. All disputes regarding an alleged breach of the terms of this Agreement or demanding enforcement of the terms of this Agreement shall be brought with six months of the events giving rise to the dispute. Disputes that are timely raised shall be shall be brought only in Manistee County.
6. Kay acknowledges that he has carefully read each provision of this Agreement, that he understands its contents, and that he knowingly signs this Agreement as his own free and voluntary act and deed after consulting with such advisors and /or attorneys as he considered appropriate.
7. Nothing in this Agreement is an admission or confession of liability or wrongdoing by Kay, DDA, or DDA's agents, officers, employees, board members and representatives; nor shall this Agreement or the subject matter itself be interpreted or construed to be such an admission or confession.
8. This Agreement shall be binding upon the heirs, representatives, successors and assigns to each party.
9. The parties have executed this Agreement on the day and year indicated below.

Dated: _____

Patrick Kay

Manistee Main Street Downtown
Development Authority

Dated: _____

By: _____

Its: _____